IRON MAN

CAPTAIN MARVEL

EDWIN JARVIS

SPIDER-WOMAN

YELLOWJACKET

MARIA HILL

ECHO

NORMAN OSBORN

VENOM

SWORDSMAN

MOONSTONE

GAUNTLET

DIAMONDBACK

CRUSADER

GEIGER

PRODIGY

BATWING

PROTON

TASKMASTER

STATURE

WICCAN

PATRIOT

HAWKEYE

VISION

HULKLING

SPEED

ANNEX

MELEE

SUNSTREAK

GORILLA GIRL

RED NINE

A Skrull ship has crash-landed in the Savage Land. When both Iron Man's public Mighty Avengers and Luke Cage's underground New Avengers arrive there, they are met with a gathering of Earth's heroes who declare they have been held captive by the shape-shifting Skrulls. The stand-off between the Avengers of yesterday and today bursts into violence. Long thought dead, Mockingbird, the former wife of Clint Barton, a.k.a. Ronin, convinces her husband that she is not a Skrull. She tells the heroes that the Captain America she arrived with is the real deal as well, as he is the one who helped the heroes escape to Earth. Meanwhile, after relocating to the Savage Land's citadel, Tony Stark, still sickly from a viral attack on his biotech, works feverishly to get his tech back together by rebuilding it from scratch.

All over the world, Skrull agents posing as humans begin to act. A Skrull posing as S.H.I.E.L.D. Commander Dum Dum Dugan destroys the Peak, S.W.O.R.D.'s space station, killing many of the agents on board. A Skrull posing as Jarvis, the Avengers' butler, unleashes an alien virus into Iron Man's StarkTech mainframe, sending all Stark-related technologies, including S.H.I.E.L.D.'s helicarrier, into complete failure. A Skrull posing as Captain Marvel attacks Thunderbolts Mountain. In New York City, a Skrull armada arrives, and super-Skrulls by the hundreds pour out of the ships, ready to take over the Earth...

BRIAN MICHAEL BENDIS
WRITER

LEINIL FRANCIS YU
PENCILER

MARK MORALES
INKER

LAURA MARTIN
COLORIST

CHRIS ELIOPOULOS
LETTERER

MOLLY LAZER
ASSOCIATE EDITOR

TOM BREVOORT
EDITOR

JOE QUESADA
EDITOR IN CHIEF

DAN BUCKLEY
PUBLISHER

SECRET INVASION No. 3, August, 2008. Published Monthly by MARVEL PUBLISHING, INC., a subsidiary of MARVEL ENTERTAINMENT, INC. OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. © 2008 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. $3.99 per copy in the U.S. and $4.05 in Canada (GST #R125028052) in the direct market. Canadian Agreement #40668537. **Printed in Canada.** ALAN FINE, CEO Marvel Toys & Publishing Divisions and CMO Marvel Entertainment, Inc.; DAVID GABRIEL, SVP of Publishing Sales & Circulation; DAVID BOGART, SVP of Business Affairs & Talent Management; MICHAEL PASCIULLO, VP Merchandising & Communications; JIM O'KEEFE, VP of Operations & Logistics; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIEL, Director of Editorial Operations; SUSAN CRESPI, Editorial Operations Manager; OMAR OTIKO, Production Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Mitch Dalle, Advertising Director, at mdalle@marvel.com. For Marvel subscription inquiries, please call 800-217-9158.

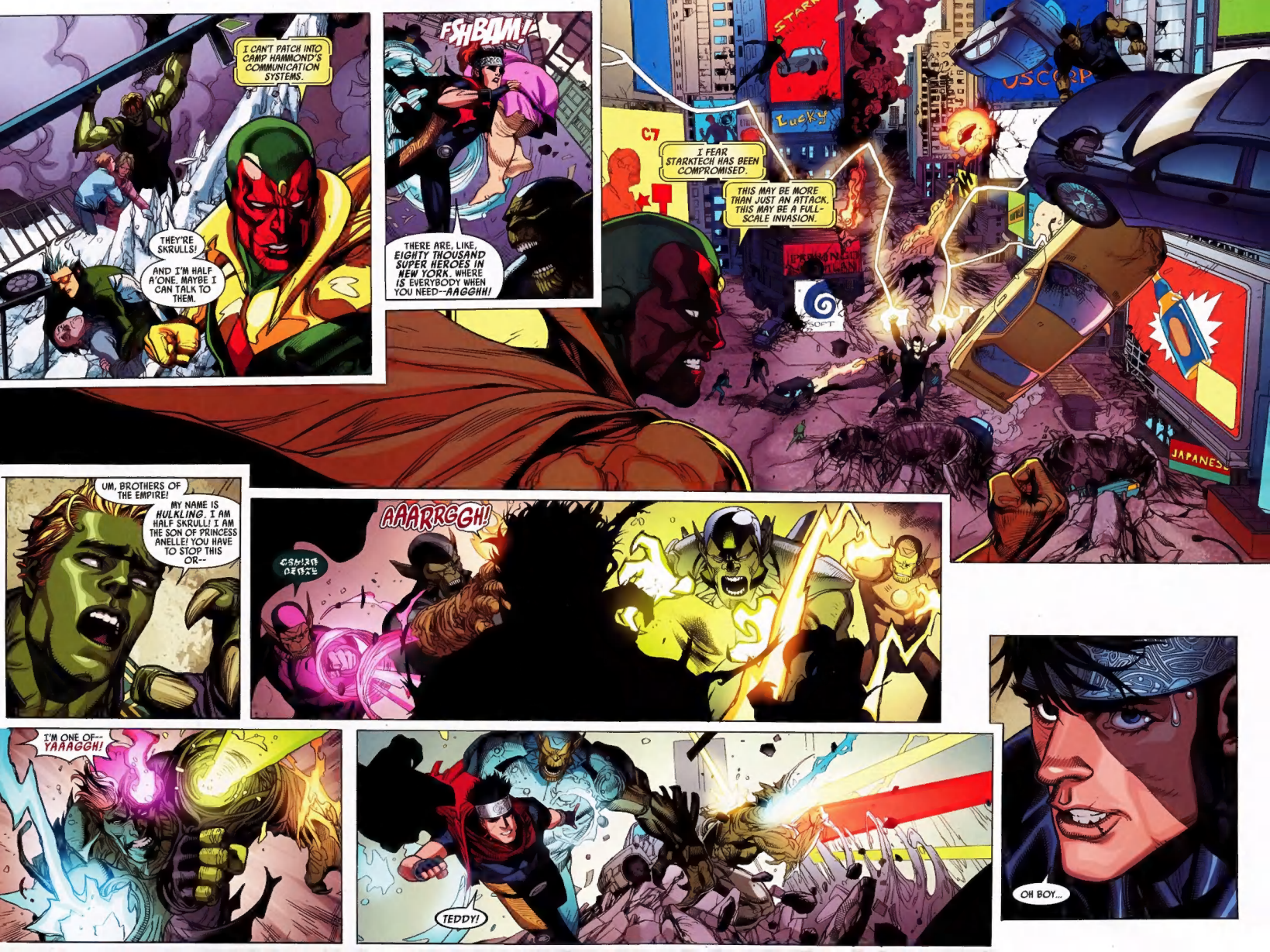
S.H.I.E.L.D. HELICARRIER.
BERMUDA TRIANGLE
OKAY, WHERE ARE WE?
IT'S DIFFICULT TO SAY, DEPUTY COMMANDER HILL. ALL SYSTEMS ARE DOWN.
SHALL WE TAKE A PEEK OUTSIDE?
CASUALTY REPORT?
MA'AM, ALL OUR SYSTEMS ARE DOWN.
THEN GET A PAD AND A PEN AND DO IT THE OLD-FASHIONED WAY!
YES, MA'AM.
ALPHA TEAM, GRAB SOME WEAPONS AND FOLLOW ME. WE'RE HEADING UP TO THE FLIGHT DECK.
I'VE HAD THE SAME CAR SINCE I WAS NINETEEN YEARS OLD, NEVER HAD A PROBLEM.
YET THIS THING FALLS OUT OF THE SKY EVERY OTHER THURSDAY.
YES, MA'AM.
AGH!
OKAY, JUST HOLD STEADY AND--
MA'AM?
@#$%...

MS. HILL...
JARVIS?
THE AVENGERS' BUTLER.
WELL, THAT'S JUST PEACHES.
YES.
I WAS WONDERING IF YOU'D BE EVER SO KIND AS TO OFFER US YOUR FULL AND TOTAL SURRENDER.

THUNDERBOLTS MOUNTAIN.
COYOTE SPRINGS, COLORADO, HEADQUARTERS OF THE THUNDERBOLTS
KRAKOOM
YOU CAN'T DO IT, CAN YOU?
AND MY GUESS IS YOU'RE NOT EXACTLY WHO YOU'RE DRESSED AS.
MY NAME'S NORMAN OSBORN. THIS IS MY OFFICE YOU TRASHED AND MY PEOPLE YOU SMACKED AROUND.
WOULD YOU LIKE TO HAVE A DRINK AND TALK ABOUT IT?

CAMP HAMMOND.
TRAINING CAMP FOR ALL NEWLY REGISTERED HEROES IN THE INITIATIVE
HI, UH, WHAT'S GOING ON, EXACTLY?
WE ARE FREAKING OUT!
IS THIS A DRILL, MR. GAUNTLET?
AIN'T A DRILL, GORILLA GIRL.
YOU CADETS REALLY NEED TO GET BACK TO YOUR BARRACKS.
BUT, DIAMONDBACK, THERE'S NO POWER, THERE'S NO--
WE KNOW.
SOMETHING'S GOING ON! IF SOMETHING'S GOING ON YOU SHOULD TELL US, WE'RE--
OKAY!
LISTEN VERY CAREFULLY...POWER'S OUT, STARKTECH IS OUT, WE CAN'T GET S.H.I.E.L.D., TONY STARK, THE AVENGERS, OR ANYONE ELSE ON THE HORN.
SERIOUSLY?
WE DON'T KNOW WHAT'S HAPPENING, CRUSADER.
SO THIS ISN'T A DRILL? THIS IS THE REAL DEAL?!
PROTON, ALL OF YOU, LISTEN VERY CARE--WHOA!
YELLOWJACKET?!
GUYS!
WHAT'S GOING ON?
THE CITY'S UNDER ATTACK! THE AVENGERS ARE--ARE MISSING!
WHO'S ATTACKING?
S.H.I.E.L.D. IS DOWN! EVERYTHING IS--!
WHO'S ATTACKING?!
ALIENS!
I DON'T KNOW WHO EXACTLY. I JUST--I JUST SAW THE SHIP OVER NEW YORK.
I-I-I-I CAN'T FIND ANYONE!
GET THE CADETS SUITED UP. IT'S TIME.
WE'RE GOING IN?
GUYS...THIS IS IT. THIS IS WHAT YOU'VE TRAINED FOR.
IT'S TIME.

TIMES SQUARE.
THE YOUNG AVENGERS
GUYS, THIS IS A LITTLE BIT OVER OUR HEADS, DON'T YOU THINK?
WHAT ARE WE SUPPOSED TO DO, KATE? LEAVE?
I'M UNABLE TO PATCH INTO ANY EMERGENCY SERVERS.
(AND SO CAN YOU!)
STOP


I CAN'T PATCH INTO CAMP HAMMOND'S COMMUNICATION SYSTEMS.
THEY'RE SKRULLS!
AND I'M HALF A'ONE. MAYBE I CAN TALK TO THEM.
FSHBAM!
THERE ARE, LIKE, EIGHTY THOUSAND SUPER HEROES IN NEW YORK. WHERE IS EVERYBODY WHEN YOU NEED--AAGGHH!
I FEAR STARKTECH HAS BEEN COMPROMISED.
THIS MAY BE MORE THAN JUST AN ATTACK. THIS MAY BE A FULL-SCALE INVASION.
UM, BROTHERS OF THE EMPIRE!
MY NAME IS HULKLING. I AM HALF SKRULL! I AM THE SON OF PRINCESS ANELLE! YOU HAVE TO STOP THIS OR--
AAARRGGH!
I'M ONE OF--
YAAAGGH!
TEDDY!
OH BOY...

FABOOM
FRAKOOM
SKL • 500

BEEP BEEP BEEP
WICCAN!
OH MY GOD! IS HE--?
GUYS, IT'S GONNA BE OKAY.
CRACKLINGCH

FIND YOUR INNER HERO AND UNLEASH INCREDIBLE FURY.

THE INCREDIBLE HULK™

WWW.INCREDIBLEHULKTHEGAME.COM

JUNE 2008

PC DVD-ROM SOFTWARE

XBOX 360

Wii™

NINTENDO DS.

AVAILABLE ON PLAYSTATION®3 AND PLAYSTATION®2 COMPUTER ENTERTAINMENT SYSTEMS.

TEEN T Mild Blood Mild Language Violence ESRB CONTENT RATING www.esrb.org

© SEGA. All rights reserved. SEGA is registered in the U.S. Patent and Trademark Office. SEGA and the SEGA logo are either registered trademarks or trademarks of SEGA Corporation. The Incredible Hulk, the Movie © 2008 MVL Film Finance LLC. Marvel, The Incredible Hulk, all character names and their distinctive likenesses: TM & © 2008 Marvel Entertainment, Inc. and its subsidiaries. All Rights Reserved. "PlayStation", "PLAYSTATION" and "PS" Family logo are registered trademarks of Sony Computer Entertainment Inc. Microsoft, Xbox, Xbox 360, Xbox LIVE, and the Xbox logos are trademarks of the Microsoft group of companies and are under license from Microsoft. Wii and Nintendo DS are trademarks of Nintendo. © 2006 Nintendo. The ratings icon is a registered trademark of the Entertainment Software Association.

AMAZE ENTERTAINMENT

MARVEL

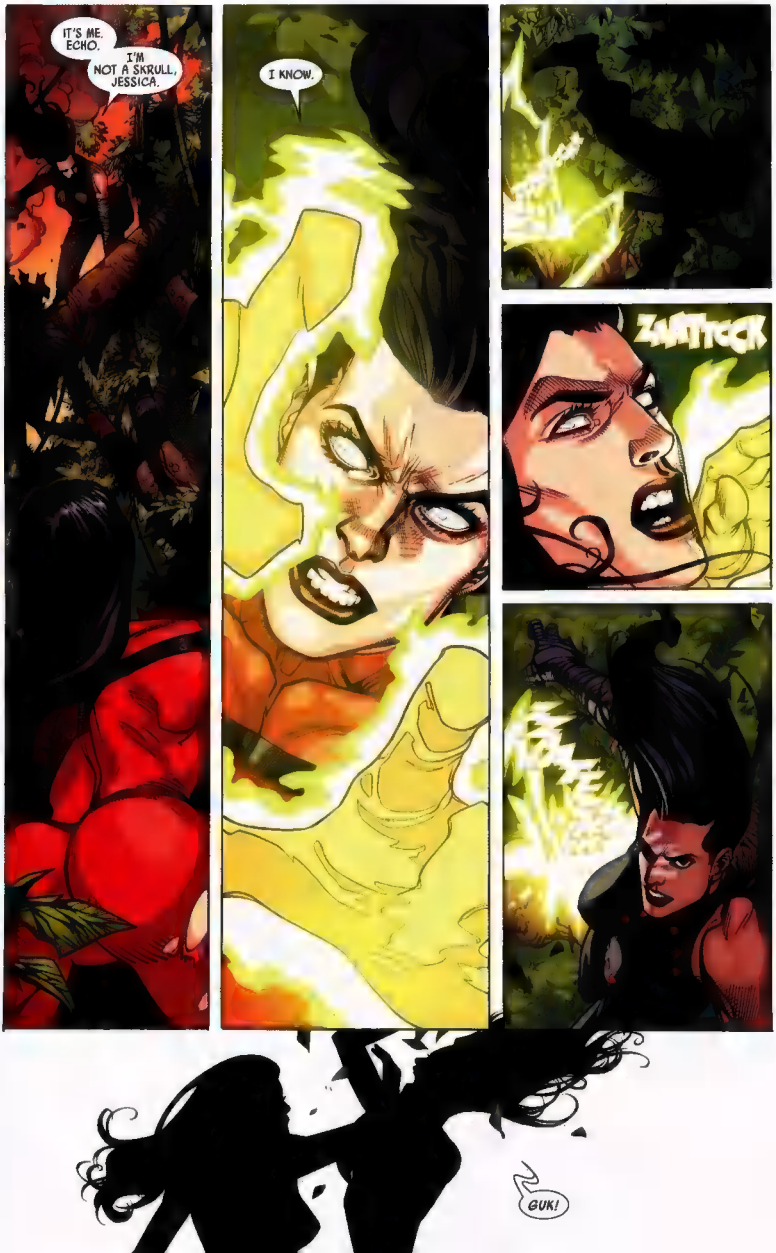
EDGE OF REALITY

SEGA®

"THE INITIATIVE IS HERE."
TEAMS OF THREE! AND END IT FAST!
HOLD THE LINE TILL THE CAVALRY COMES!
NOTHING FANCY!
KRAKOOM
SMAAASSHH
OKAY, WHO'S NEXT?
UH, IN THE STUDIO, ARE WE RUNNING LIVE?
WE ARE NOW!

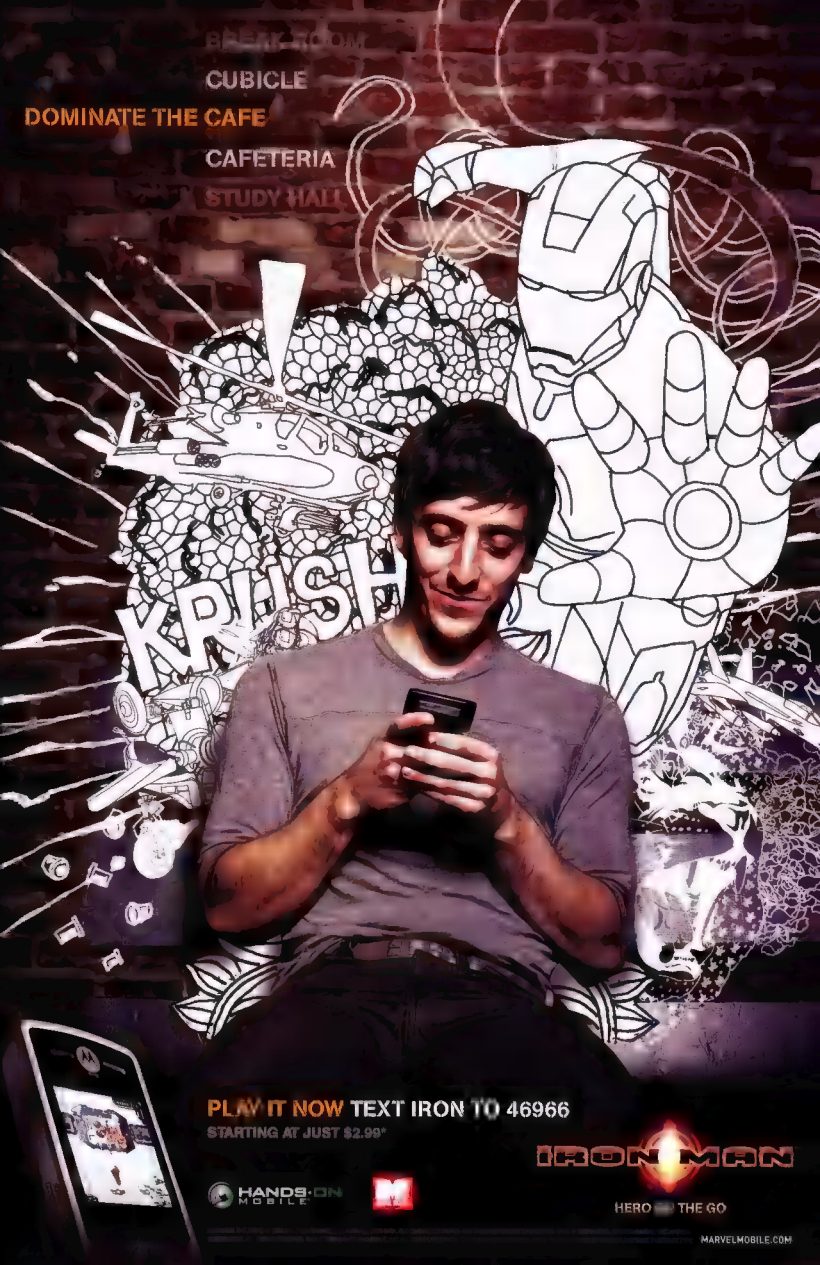
THE SAVAGE LAND.

ED BRUBAKER
MATT FRACTION
GREG LAND
TERRY DODSON
UNCANNY
X-MEN
#500
JULY 2008
MARVEL


IT'S ME, ECHO.
I'M NOT A SKRULL, JESSICA.
I KNOW.
ZAAPTTCCK
GUK!

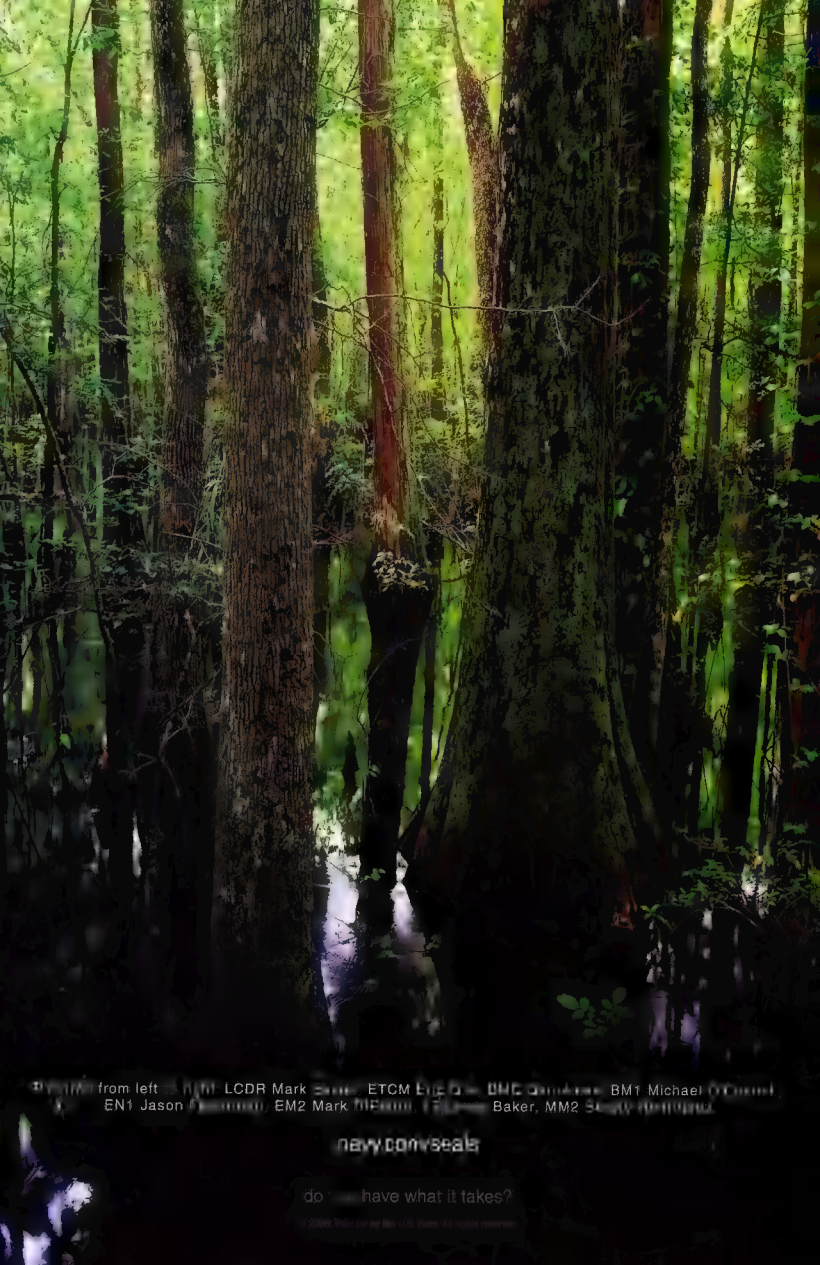
got milk?
Others reload. Batman refuels.
Research suggests that milk's unique mix of nutrients can help athletes recover after exercise. And its protein can help build muscle. So train hard and drink lowfat or fat free milk, because the Batmobile isn't the only thing that needs to refuel.
body BY milk
www.bodybymilk.com
Entertainment Inc. All Rights Reserved. BATMAN and all related trademarks of and © DC Comics.
PG-13
AMERICA'S MILK PROCESSORS

ZWITTOCK
CRACK
ARMOR?
STARKTECH ARMOR: COMPLETE SYSTEM FAILURE. VIRUS DETECTED. ALL SYSTEMS FAILING.
WELL THAT'S--COFF--MONEY WELL SPENT.
NEED TO DISCONNECT MY BIOWARE. THE TECH VIRUS IS HITTING ME LIKE PNEUMONIA.
I HAVE AT LEAST A HUNDRED AND TWO FEVER...
HOW ARE YOU FEELING, TONY?


BREAK TO THE
CUBICLE
DOMINATE THE CAFE
CAFETERIA
STUDY HALL
KRUSH
PLAY IT NOW TEXT IRON TO 46966
STARTING AT JUST $2.99*
IRON MAN
HERO TO THE GO
HANDS-ON MOBILE
MARVELMOBILE.COM

NOT TO BE IMPOLITE...
...BUT I'D AS SOON NOT TALK TO YOU OR ANYONE TILL I'VE FIGURE THIS ALL OUT.
YOU CAN RELAX NOW.
YOU DID IT.
YOUR WORK ON EARTH IS DONE.
MY WORK?
ON EARTH?
YOU WILL GO DOWN IN OUR PEOPLE'S HISTORY AS THE GREATEST SOLDIER THE ARMADA HAS EVER HAD.
STOP--
AND YOU WILL ALWAYS AND FOREVER HAVE MY UNDYING LOVE.
THE LOVE OF YOUR QUEEN.

I'M NOT A SKRULL!
I KNOW THAT'S WHAT YOU THINK.
STOP!
THAT'S WHAT YOU WERE TRAINED TO THINK!
STOP!
YOU SAVED OUR PEOPLE.
YOU SERVED SELFLESSLY.
AS I SAID TO YOU THE DAY YOU VOLUNTEERED: I [redacted] SO SORRY IT HAD TO BE THIS WAY.
NO.
I'M SORRY THE TRUTH HAD TO [redacted] HIDDEN EVEN FROM YOU.
S-STOP IT.
TURNING THE HEROES AGAINST EACH OTHER, POSITIONING YOURSELF AS THE MOST IMPORTANT PERSON IN THEIR WORLD...
N-NO...
BUT IF NOT FOR YOU, [redacted] BRAVE, BRAVE WARRIOR, THIS DAY WOULD NEVER HAVE COME.
I DO PRAISE YOU AND LOVE YOU, KR'ALI...
THIS IS YOUR DAY WELL-EARNED.



Pictured from left to right: LCDR Mark [redacted], ETCM Eric [redacted], BMC [redacted], BM1 Michael O'Donnell, EN1 Jason [redacted], EM2 Mark [redacted], [redacted] Baker, MM2 Scotty [redacted].

navy.com/seals

do you have what it takes?

© 2008 Photo courtesy the U.S. Navy. All rights reserved.

TIMES SQUARE.
KRAKOOM
STATURE!

SMASH THE LAUNDROMAT
SMASH
PLAY IT NOW TEXT HULK TO 46966
STARTING AT JUST $2.99*
HANDS-ON MOBILE
THE INCREDIBLE HULK
HERO ON THE GO
MARVELMOBILE.COM

RENT
HOLY @#$%!
THIS WILL NOT STAND.
THERE ARE OTHERS WHO WILL COME HERE TO STOP YOU.
YOU WILL NOT WIN.
SAM KINISON

NORTON
LIV
TYLER
TIM
ROTH
WILLIAM
HURT
THE INCREDIBLE
HULK
UNIVERSAL PICTURES AND MARVEL ENTERTAINMENT PRESENT A MARVEL STUDIOS PRODUCTION A VALHALLA MOTION PICTURES PRODUCTION EDWARD NORTON "THE INCREDIBLE"
LIV TYLER TIM ROTH TIM BLAKE NELSON TY BURRELL AND WILLIAM HURT
CRAIG ARMSTRONG
DAVE JORDAN
KURT WILLIAMS
JOHN WRIGHT ACE RICK SHAINE ACE
KIRK M. PETRUCCELLI
PETER MENZIES, JR. ASC
STAN LEE DAVID MAISEL JIM VAN WYCK
PENN AND EDWARD HARRISON
LOUIS LETERRIER
A UNIVERSAL
THIS FILM IS NOT YET RATED
JUNE 13, 2008

ZZRRKKKTTTZZZ
CRAWSHH
NO, WAIT--
PLEASE--
KRRAAZZCCTT

MEKH
JOY

OKAY, COMMANDOS!
LET'S TURN THIS THING AROUND!
TO BE CONTINUED...

WILL SMITH
THERE ARE HEROES.
THERE ARE SUPERHEROES.
AND THEN THERE'S...
HANCOCK
COLUMBIA PICTURES PRESENTS IN ASSOCIATION WITH RELATIVITY MEDIA A BLUE LIGHT/WEED ROAD PICTURES/OVERBROOK ENTERTAINMENT PRODUCTION A FILM BY PETER BERG
CHARLIZE THERON HANCOCK JASON BATEMAN EDDIE MARSAN
STORY BY GEORGE GRAKOULIAS MUSIC BY JOHN POWELL PRODUCED BY IAN BRYCE RICHARD SAPERSTEIN JONATHAN MOSTOW
SCREENPLAY BY VY VINCENT NGO AND VINCE GILLIGAN PRODUCED BY AKIVA GOLDSMAN MICHAEL MANN WILL SMITH JAMES LASSITER DIRECTED BY PETER BERG
JULY 2
Hancock-movie.com